

**UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF MASSACHUSETTS**

GUSTAVO BRUCKNER, Derivatively on Behalf of the MFS CAPITAL OPPORTUNITIES FUND, THE MASSACHUSETTS INVESTOR TRUST and the “MFS FUNDS,”	x Civil Action No. 1:03cv12483 (MEL)
	Related Actions:
	1:03cv12500 (WGY)
	1:03cv12515 (MEL)
Plaintiff,	1:03cv12536 (WGY)
	1:03cv12545 (WGY)
vs.	1:03cv12570 (WGY)
	1:03cv12595 (MEL)
MASSACHUSETTS FINANCIAL SERVICES COMPANY; SUN LIFE FINANCIAL INC.; JOHN W. BALLEN; JEFFREY L. SHAMES; KEVIN R. PARKE; LAWRENCE H. COHN; WILLIAM R. GUTOW; J. ATWOOD IVES; ABBY M. O’NEILL; LAWRENCE T. PERERA; WILLIAM J. POORVU; J. DALE SHERRATT; ELAINE R. SMITH; WARD SMITH; JOHN DOES 1-50; JOHN DOES 51-100; MFS CAPITAL OPPORTUNITIES FUND; MASSACHUSETTS INVESTOR TRUST; “MFS FUNDS,”	1:03cv12622 (WGY)
	1:04cv10009 (RGS)
	1:04cv10010 (MES)
Defendant.	

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**DECLARATION OF NANCY F. GANS IN SUPPORT OF THE MOTION
OF THE MFS FUNDS LEAD PLAINTIFF MOVANTS FOR CONSOLIDATION,
APPOINTMENT AS LEAD PLAINTIFF, APPOINTMENT OF STEERING
COMMITTEE, APPROVAL OF SELECTION OF LEAD COUNSEL,
COORDINATING COUNSEL, AND LIAISON COUNSEL**

OLIVER S. TRONE, Individually and On Behalf of : Civil Action No.: 1:03cv12514 (WGY)
All Others Similarly Situated, :
Plaintiff, :
vs. :
MFS CAPITAL OPPORTUNITIES FUND; MFS :
CORE GROWTH FUND; MFS EMERGING :
GROWTH FUND; MFS GROWTH :
OPPORTUNITIES FUND; MFS LARGE CAP :
GROWTH FUND; MFS MANAGED SECTORS :
FUND; MFS MID CAP GROWTH FUND; MFS :
NEW DISCOVERY FUND; MFS NEW :
ENDEAVOR FUND; MFS RESEARCH FUND; :
MFS STRATEGIC GROWTH FUND; MFS :
TECHNOLOGY FUND; MASSACHUSETTS :
INVESTORS GROWTH STOCK; MFS MID CAP :
VALUE FUND; MFS RESEARCH GROWTH :
AND INCOME FUND; MFS STRATEGIC VALUE :
FUND; MFS TOTAL RETURN FUND; MFS :
UNION STANDARD EQUITY FUND; MFS :
UTILITIES FUND; MFS VALUE FUND; :
MASSACHUSETTS INVESTORS TRUST; MFS :
AGGRESSIVE GROWTH ALLOCATION FUND; :
MFS CONSERVATIVE ALLOCATION FUND; :
MFS GROWTH ALLOCATION FUND; MFS :
MODERATE ALLOCATION FUND; MFS BOND :
FUND; MFS EMERGING MARKETS DEBT :
FUND; MFS GOVERNMENT LIMITED :
MATURITY FUND; MFS GOVERNMENT :
MORTGAGE FUND; MFS GOVERNMENT :
SECURITIES FUND; MFS HIGH INCOME FUND; :
MFS HIGH YIELD OPPORTUNITIES FUND; :
MFS INTERMEDIATE INVESTMENT GRADE :
BOND FUND; MFS LIMITED MATURITY :
FUND; MFS RESEARCH BOND FUND; MFS :
STRATEGIC INCOME FUND; MFS ALABAMA :
MUNICIPAL BOND FUND; MFS ARKANSAS :
MUNICIPAL BOND FUND; MFS CALIFORNIA :
MUNICIPAL BOND FUND; MFS FLORIDA :
MUNICIPAL BOND FUND; :
:

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MFS GEORGIA MUNICIPAL BOND FUND; MFS MARYLAND MUNICIPAL BOND FUND; MFS MASSACHUSETTS MUNICIPAL BOND FUND; MFS MISSISSIPPI MUNICIPAL BOND FUND; MFS MUNICIPAL BOND FUND; MFS MUNICIPAL LIMITED MATURITY FUND; MFS NEW YORK MUNICIPAL BOND FUND; MFS NORTH CAROLINA MUNICIPAL BOND FUND; MFS PENNSYLVANIA MUNICIPAL BOND FUND; MFS SOUTH CAROLINA MUNICIPAL BOND FUND; MFS TENNESSEE MUNICIPAL BOND FUND; MFS VIRGINIA MUNICIPAL BOND FUND; MFS WEST VIRGINIA MUNICIPAL BOND FUND; MFS EMERGING MARKETS EQUITY FUND; MFS GLOBAL EQUITY FUND; MFS GLOBAL GROWTH FUND; MFS GLOBAL TOTAL RETURN FUND; MFS INTERNATIONAL GROWTH FUND; MFS INTERNATIONAL NEW DISCOVERY FUND; MFS INTERNATIONAL VALUE FUND; MFS RESEARCH INTERNATIONAL FUND; MFS CASH RESERVE FUND; MFS GOVERNMENT MONEY MARKET FUND; MFS MONEY MARKET FUND (collectively known as "MFS FUNDS"); MFS MUNICIPAL SERIES TRUST; MFS SERIES TRUST I; MFS SERIES TRUST II; MFS SERIES TRUST III; MFS SERIES TRUST IV; MFS SERIES TRUST V; MFS SERIES TRUST VI; MFS SERIES TRUST VII; MFS SERIES TRUST VIII; MFS SERIES TRUST IX; MFS SERIES TRUST X; AND MFS SERIES TRUST XI (collectively known as the "MFS FUNDS REGISTRANTS"); SUN LIFE FINANCIAL INC.; MASSACHUSETTS FINANCIAL SERVICES COMPANY (d/b/a "MFS INVESTMENT MANAGEMENT"); and JOHN DOES 1-100,

I, Nancy F. Gans, under penalties of perjury, hereby declare:

1. I am a partner of Moulton & Gans, P.C. I submit this declaration in support of the motion of the MFS Funds Lead Plaintiff Movants for Consolidation, Appointment As Lead

Plaintiff, Appointment Of Steering Committee, And Approval of Selection of Lead Counsel, Coordinating Counsel, and Liaison Counsel.

2. Attached hereto as Exhibit A is a true and correct copy of a schedule of related actions against MFS Funds that arise out of allegedly improper trading practices that are pending in this District and the Southern District of New York.

3. Attached hereto as Exhibit B is a true and correct copy of a schedule of related actions against MFS Funds that are pending in this District and the Southern District of New York, and the claims asserted by each.

4. Attached hereto as Exhibit C is a list of the MFS Funds Lead Plaintiff Movants.

5. Attached hereto as Exhibit D is a true and correct copy of the PSLRA notice published by the plaintiff in *Riggs v. Massachusetts Financial Services Company*, No. 03-cv-12500 (D. Mass. filed on Dec. 11, 2003) (Young, J.), on PR Newswire on Dec. 11, 2003.

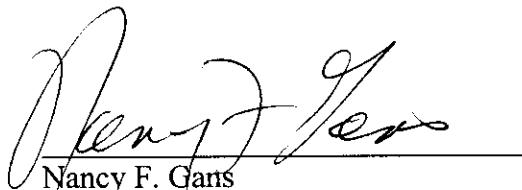
6. Attached hereto as Exhibit E are true and accurate copies of the MFS Funds Lead Plaintiff Movants' PSLRA certifications.

7. Attached hereto as Exhibit F is a true and accurate copy of the firm resume of Milberg Weiss Bershad Hynes & Lerach LLP.

8. Attached hereto as Exhibit G is a true and accurate copy of the firm resume of Moulton & Gans, P.C.

9. Attached hereto as Exhibit H is a true and accurate copy of the Declaration of Marc Vellrath, Ph.D, CFA, dated February 9, 2004.

Dated: February 9, 2004
Boston, Massachusetts


Nancy F. Gans

CERTIFICATE OF SERVICE
I hereby certify that a true copy of the above document was served upon the attorney of record for each party by mail (by hand) on 2/9/04
